

NOTICE OF PUBLIC HEARING

D.T.E. 04-36

March 31, 2004

Petition of Southern Union Company for authorization and approval to: 1) enter into a \$400 million revolving credit agreement providing borrowing capacity up to \$230 million beyond the Company's recently authorized long-term debt issuance; and 2) issue up to \$ 130 million in common stock for the purpose of refinancing outstanding debt.

Southern Union Company ("Southern Union" or "Company") has filed a petition with the Department of Telecommunications and Energy ("Department") requesting approval to: 1) enter into a \$400 million revolving credit agreement providing borrowing capacity up to \$230 million beyond the Company's recently authorized long-term debt issuance; and 2) issue up to \$ 130 million in common stock for the purpose of refinancing outstanding debt.

The Department will conduct a public hearing on Monday, April 26, 2004, at 10:00 a.m. at the Department's offices, One South Station, 2nd Floor, Boston, Massachusetts 02110. Immediately following the public hearing, the Department will hold an evidentiary hearing on this matter.

The Company's petition may be inspected at the Department's offices, at One South Station, 2nd Floor, Boston, Massachusetts, Monday through Friday, between the hours of 9:00 a.m. and 5:00 p.m., and at the offices of the Company at Fall River Gas Company, 155 Main Street, Fall River, MA 02720.

Any person who desires to file written comments or to otherwise participate in this proceeding shall submit an original and two (2) copies of such written comments, or a written petition for leave to intervene, no later than 5:00 p.m. on Wednesday, April 21, 2004, with Mary L. Cottrell, Secretary, Department of Telecommunications and Energy, One South Station, Boston, Massachusetts 02110. One copy of all written comments or petitions to intervene should be sent to the Company's attorney, Cheryl M. Kimball, Keegan, Werlin and Pabian, LLP, 21 Custom House Street, Boston, Massachusetts 02110.

A petition for leave to intervene must satisfy the timing and substantive requirements of 220 C.M.R. § 1.03, including a description of the manner in which the petitioner is substantially and specifically affected by this proceeding. Receipt by the Department, not mailing, constitutes filing and determines whether a petition has been timely filed. A late filed petition may be disallowed as untimely, unless good cause is shown under 220 C.M.R. § 1.01(4). To be allowed, a petition under 220 C.M.R. § 1.03(1) must satisfy the standing requirements of G.L. c. 30A, § 10.

All written comments or petitions to intervene should be submitted to the Department in electronic format using one of the following methods: (1) by e-mail attachment to dte.efiling@state.ma.us or (2) on a 3.5" disk, IBM-compatible format. The text of the e-mail or the disk label must specify: (1) the docket number of the proceeding (D.T.E. 04-36), (2) name of the person or company submitting the filing, and (3) a brief descriptive title of the document. The electronic filing should also include the name, title and phone number of a person to contact in the event of questions about the filing. Text responses should be written in either Word Perfect (naming the document with a ".wpd" suffix), in Microsoft Word (naming the document with a ".doc" suffix), or as an Adobe PDF file (naming the document with a ".pdf" suffix). Data or spreadsheet responses should be compatible with Microsoft Excel. All written pleadings or comments submitted in electronic format will be posted on the Department's Website, <http://www.mass.gov/dpu>.

ORDER OF NOTICE

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Southern Union Company ("Southern Union" or "Company") shall, no later than fourteen (14) days prior to Monday, April 26, 2004 give notice of said hearing by publication in the Fall River Herald News and either The Boston Globe or the Boston Herald. The Company is required to make return of service and proof of publication at the time of the public hearing.

By Order of the Department,

MARY L. COTTRELL, SECRETARY